

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

FILED
IN CLERKS OFFICE

T. ROWE PRICE TAX-FREE
HIGH YIELD FUND, INC., et al.,

Plaintiffs

v.

KAREN M. SUGHRUE, et al.,

Defendants

2004 NOV -9 P 4: 26

U.S. DISTRICT COURT
DISTRICT OF MASS.

Civil Action No: 04-11667-RGS

**DEFENDANTS' ASSENTED-TO MOTION
TO EXTEND TIME TO RESPOND TO COMPLAINT**

Defendants Karen M. Sughrue, Garry L. Crago, Jean W. Childs, Paula Edwards Cochran, G. Stevens Davis, Jr., Julia B. DeMoss, William R. Dill, Leslie A. Ferlazzo, Joyce Shaffer Fleming, Eric W. Hayden, Catherine Chapin Kobacker, Anne Marcus, Celeste Reid, Richard J. Sheehan, Jr., Joseph Short, Gregory E. Thomas, Susan K. Turben, Donald W. Kiszka and Advest, Inc. (collectively "Defendants"), with the assent of the plaintiffs T. Rowe Price Tax-Free High Yield Fund, Inc., Smith Barney Income Funds/Smith Barney Municipal High Income Fund, Dryden National Municipals Fund, Inc., and Lois and John Moore (collectively "Plaintiffs"), hereby move for an extension of time to answer, move or otherwise respond to the Complaint to and including January 31, 2005.

As grounds for this Motion, the Defendants state that the Plaintiffs have filed two separate actions against the 19 Defendants in two different courts bringing different claims allegedly arising out of a bond offering by Bradford College that occurred in 1998. Each of the Complaints is more than 80 paragraphs long, alleges multiple misrepresentations, and asserts numerous legal claims. Both Complaints were served on the Defendants at the end of October 2004.

In light of the foregoing, and to allow the Defendants' counsel to prepare a response to both complaints during the holiday season while balancing other work demands, including trials, the Defendants respectfully request that the time to respond to the Complaint be extended up to and including January 31, 2005. As set forth above, the Plaintiffs have assented to this Motion.

CONCLUSION

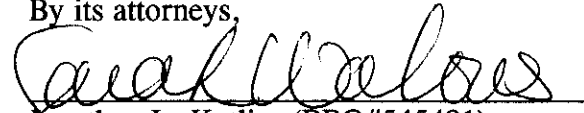
Defendants respectfully request that this Assented-Motion to Extend Time to Respond to Complaint be ALLOWED, and that the Defendants be granted until January 31, 2005 to respond to the Complaint.

Respectfully submitted,

KAREN M. SUGHRUE, GARRY L. CRAGO, JEAN W. CHILDS, PAULA EDWARDS COCHRAN, G. STEVENS DAVIS, JR., JULIA B. DeMOSS, WILLIAM R. DILL, LESLIE A. FERLAZZO, JOYCE SHAFFER FLEMING, ERIC W. HAYDEN, CATHERINE CHAPIN KOBACKER, ANNE MARCUS, CELESTE REID, RICHARD J. SHEEHAN, JR., JOSEPH SHORT, GREGORY E. THOMAS, SUSAN K. TURBEN, AND DONALD W. KISZKA,

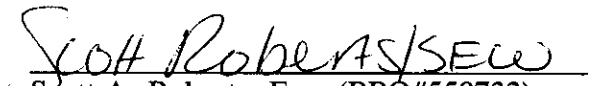
ADVEST, INC.,

By its attorneys,


Jonathan L. Kotlier (BBO#545491)
Sarah E. Walters (BBO#638378)

Nutter, McClennen & Fish, LLP
World Trade Center West
155 Seaport Boulevard
Boston, MA 02210-2604
(617) 439-2000

By their attorneys,

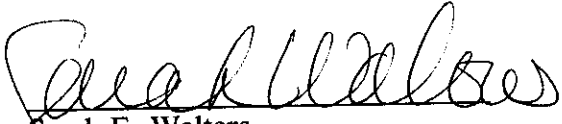

Scott A. Roberts, Esq. (BBO#550732)

A. Lauren Carpenter, Esq. (BBO#551258)
Sullivan Weinstein & McQuay, P.C.
Two Park Plaza
Boston, MA 02116
(617) 348-4340

November 9, 2004

Certificate of Service

I, Sarah E. Walters, certify that on November 9, 2004 I caused a true copy of the above document to be served by regular mail on all counsel of record.


Sarah E. Walters